

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:) Chapter 11
Squirrels Research Labs LLC *et al.*,¹)
Debtors.) Case No. 21-61491
) (Jointly Administered)
) Judge Russ Kendig

**DECLARATION OF DAVID STANFILL IN SUPPORT OF FINDING OF GOOD FAITH
PURCHASER OF ASSETS OF SQUIRRELS RESEARCH LABS LLC AND THE
MIDWEST DATA COMPANY LLC**

I, David Stanfill, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury that the following is true and correct:

1. I am the President of Squirrels Research Labs LLC (“SQRL”) and the Midwest Company LLC (“MWDC”, and together with SQRL, the “Debtors”). If called as a witness, I can testify competently as to the matter set forth herein.
2. I make this declaration under penalty of perjury in support of the motion of the Debtors for an order authorizing the sale of assets free and clear of liens, claims, encumbrances, and interests, and approving the assumption and assignment of certain executory contracts and unexpired leases (the “Motion”) [Docket No. 6] and the request within the Motion for a finding of the Court that the sale is in good faith and that the purchaser of the Debtors’ assets at the sale will be entitled to the protections of section

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Squirrels Research Labs LLC (9310), case no. 21-61491 and The Midwest Data Company LLC (1213), case no. 21-61492.

363(m) of the Bankruptcy Code. Unless otherwise defined, all capitalized terms and phrases used in this affidavit have the meaning ascribed to them in the Motion.

3. I have no connections with, nor am I an insider, as that word is defined in section 101(31) of the Bankruptcy Code), of the Purchaser Instantiation LLC or any of its affiliates, except that the Purchaser is a customer of the Debtors.

4. Furthermore, the Purchaser has not promised or proposed to provide any consideration of any kind or sort, in connection to the sale proposed by the Debtors as it relates to the undersigned.

5. To the best of my knowledge, the negotiations regarding the sale of the Debtors' assets and terms of the sale of their assets are being and were conducted at arm's length and in good faith.

For the reasons stated herein and in the Motion, I respectfully request the Court grant the request within the Motion for a finding that the sale is in good faith and that the purchaser of the Debtors' assets at the sale will be entitled to the protections of section 363(m) of the Bankruptcy Code.

Dated: 1/10/2022



David Stanfill